

24 February 2011

 **NORTON ROSE**

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**Attention:** The Manager

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Dear Sirs

**Takeover bid by SunstarCapital Pty Ltd ACN 147 934 852 for Anchor Resources Limited ACN 122 751 419 – Second Supplementary Bidder's Statement**

We act for Sunstar Capital Pty Ltd ACN 147 934 852 (**Sunstar Capital**) in relation to its off-market takeover bid for all of the ordinary shares in Anchor Resources Limited ACN 122 751 419 (**Anchor**) (**Offer**).

In accordance with section 647(3)(b) of the *Corporations Act 2001* (Cth), we enclose a second supplementary bidder's statement dated 24 February 2011 in relation to the Offer (**Second Supplementary Bidder's Statement**).

A copy of the Second Supplementary Bidder's Statement was lodged with the Australian Securities and Investments Commission and sent to Anchor today.

Yours faithfully



Robert Sultan  
Partner  
Norton Rose Australia  
Contact: Chris Mitchell

APAC-#8999917-v1

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## **Second Supplementary Bidder's Statement**

**in relation to the Offer by Sunstar Capital Pty Ltd ACN 147 934 852 to purchase all of  
your ordinary shares in Anchor Resources Limited ACN 122 751 419**



**This is an important document that requires your immediate attention.**

**If you are in any doubt as to how to deal with this document, you should consult your  
financial or other professional adviser as soon as possible.**

Legal Adviser

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## 1. Introduction

This document is a supplementary bidder's statement given pursuant to Division 4 of Part 6.5 of the *Corporations Act 2001 (Cth)* (**Corporations Act**), in compliance with the requirements of section 643 of the Corporations Act, by Sunstar Capital Pty Ltd ACN 147 934 852 (**Sunstar Capital**) in relation to its off-market takeover offer to acquire all of the ordinary shares in Anchor Resources Limited ACN 122 751 419 (**Anchor**).

It is the second supplementary bidder's statement (**Second Supplementary Bidder's Statement**) issued by Sunstar Capital to the bidder's statement dated 28 January 2011 issued by Sunstar Capital (**Original Bidder's Statement**). This Second Supplementary Bidder's Statement supplements and is to be read together with the Original Bidder's Statement and the first supplementary bidder's statement dated 14 February 2011. This document prevails in the event of any inconsistency with those documents.

### Important Notices

A copy of this Second Supplementary Bidder's Statement was lodged with the Australian Securities and Investments Commission (**ASIC**) on 24 February 2011. Neither ASIC nor its officers takes any responsibility for the contents of this Second Supplementary Bidder's Statement.

### Defined terms and interpretation

Unless the context otherwise requires, capitalised terms in this Second Supplementary Bidder's Statement have the same meaning given to them in section 9 of the Original Bidder's Statement. The rules of interpretation set out in section 9.2 of the Original Bidder's Statement also apply to this Second Supplementary Bidder's Statement, unless the context otherwise requires.

## 2. Satisfaction of FIRB Condition

Sunstar Capital has received confirmation from FIRB that Sunstar Capital's proposed acquisition of Anchor Shares under the Offer is exempt from examination under the FATA and the Australian Government's foreign investment policy.

In any event, the Treasurer of the Commonwealth of Australia is now precluded from making an order under section 21A of the FATA prohibiting the acquisition by Sunstar Capital of Anchor Shares.

Notwithstanding the satisfaction of the FIRB Condition, the Offer is still subject to the Regulatory Approval Condition which includes Sunstar Capital receiving all approvals or consents that are required by all PRC Regulatory Authorities to permit:

- (1) the Offers to be lawfully made to and accepted by Anchor shareholders; and
- (2) the transactions contemplated by the Offer to be completed.

## 2. Consequence of satisfaction of FIRB Condition

The FIRB Condition was a condition precedent to the acquisition by Sunstar Capital of any interest in Anchor Shares.

The satisfaction of the FIRB Condition means that any rights of withdrawal from the Offer that Anchor shareholders previously had under section 8.8(1) of the Original Bidder's Statement no longer exist.

Accordingly, any acceptance of the Offer will now result in a legally binding contract for the sale of your Anchor Shares on the terms and conditions set out in section 8 of the Original Bidder's Statement.

### **3. Approval of Second Supplementary Bidder's Statement**

This Second Supplementary Bidder's Statement has been approved by a resolution passed by the directors of Sunstar Capital.

**Dated:** 24 February 2011

Signed for and on behalf of **Sunstar Capital Pty Ltd**



**Jiayi Yu**  
**Director**

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